

To
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400001.

Date: 11.05.2024

Dear Sir/ Madam,

Sub: Outcome of the Extra Ordinary General Meeting held on 11.05.2024

Ref: K&R Rail Engineering Limited (BSE Scrip Code: 514360)

With reference to the subject cited, this is to inform the Exchange that the Extra Ordinary General Meeting of **K&R Rail Engineering Limited** held on Saturday, the 11th day of May, 2024 commenced at 11:00 a.m. concluded at 11.48 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

In this regard, please find enclosed the following:

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I.**
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II.**
3. Report of Scrutinizer pursuant to sec 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

The Meeting concluded at 11:48 a.m.

This is for the information and records of the Exchange.

Thanking you
For K&R Rail Engineering Limited

Sanjay Kothapalli
Director (DIN:08449196)

FORM NO.MGT-13

Report of Scrutinizer(s) [Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
M/s. K&R Rail Engineering Limited
3rd floor, Sai Krishna, Plot No. 797 A,
Road No. 36, Jubilee Hills, Hyderabad 500033

Dear Sir,

Sub: Scrutiniser report for the Extra Ordinary General Meeting of the Shareholders of K&R Rail Engineering Limited held on Saturday, the 11th day of May, 2024 at 11.00 A.M (IST) through video conferencing (VC) / Other Audio-Visual Means (OAVM)

I, Aakanksha, Practicing Company Secretary was appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process before EGM and during EGM under the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through electronic voting system (“Instapoll”) at the EGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of EGM through VC/OAVM and voting by electronic means for the resolution contained in the Notice of the Extra Ordinary General Meeting of the Shareholders dated 13.04.2024. Our responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer’s Report of the votes cast “in favor” and/or “against” the resolution stated in the notice of the EGM, based on the report generated from e-voting system provided by CDSL, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the EGM (“Instapoll”).

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Wednesday, May 8, 2024 up to 5.00 p.m. Friday, May 10, 2024.
2. The Notice of Extra Ordinary General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2021 read with General Circular Nos. 14/2020, 17/2020, 20/2020, 10/2021 and 03/2022 issued by Ministry of Corporate Affairs and Circular dated 13th May, 2022 read with Circular dated 12th May, 2020 and 15th January, 2021 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars").
3. In accordance with the Notice of the Extra Ordinary General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) on 22nd April, 2024.
4. The voting rights were reckoned as on Saturday, May 04, 2024 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting.
5. After the conclusion of the Extra Ordinary General Meeting, the votes cast through remote e-voting and e-Voting during EGM were unblocked with 15 minutes from the conclusion of Extra Ordinary General Meeting.
6. After the Chairman had put the resolutions in the notice of the EGM to vote, the shareholders present at the EGM through VC were given opportunity to cast their respective votes through e-voting facility provided by CDSL.
7. As per the information given by the RTA the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL were blocked and only those members who were present at the EGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the EGM.
8. Based on the data provided by CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the EGM are as under:

a) Resolution No. 1:

**Appointment of Mr. Shaik Suhail Nasir (DIN: 06866848) as an Additional
(Executive) Director of the Company:**

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	33	1,12,15,423	99.93
Electronic voting (e-voting at the EGM)	1	7,541	0.07
Total	34	1,12,22,964	100.00

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	1	10	0.00
Electronic voting (e-voting at the EGM)	--	--	--
Total	1	10	0.00

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast
Remote E- Voting	--	--
Electronic voting (e-voting at the EGM)	--	--
Total	--	--

b) Resolution No. 2:

Appointment of statutory auditor to fill the casual vacancy caused by resignation:

(i) Voted in favour of the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast in favour of the resolution	% of Total number of Valid Votes cast
Remote E- Voting	32	1,12,15,414	99.93
Electronic voting (e-voting at the EGM)	1	7,541	0.07
Total	33	1,12,22,955	100.00

(ii) Voted against the resolution:

Mode of Voting	No. of Members Voted	Number of Votes cast against the resolution	% of Total number of Valid Votes cast
Remote E- Voting	2	19	0.00
Electronic voting (e-voting at the EGM)	--	--	--
Total	2	19	0.00

(iii) Invalid Votes:

Mode of Voting	Total number of members Whose votes were declared invalid	Total Number of Votes cast
Remote E- Voting	--	--
Electronic voting (e-voting at the EGM)	--	--
Total	--	--

**AAKANKSHA
PRACTICING COMPANY SECRETARY**

H. No. 11-1-439/301
3rd Floor, Baba Residency,
Sitaphalmandi
Secunderabad - 500061
Ph. 9989234382
e-mail-aakanksha.shuklacs@gmail.com

9. A list of Equity Shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-Voting and E-Voting at the EGM) has been handed over to the Company.
10. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and sign the Minutes of the aforesaid Extra Ordinary General Meeting.

Place: Hyderabad
Date: 11.05.2024
DIN: A049041F000353224

Aakanksha
Practicing Company Secretary
M.No.49041 & C.P. No. 20064